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ATTORNEYS FOR FIRST BANK.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

**IN RE:** §  
§  
**WOODMONT TCI GROUP VIII, L.P., ET AL,** § **CASE NO. 09-34046-hdh11**  
§  
§ **(Jointly Administered)**  
**DEBTOR.** §

**OBJECTION TO DEBTOR'S DISCLOSURE STATEMENT AND DEBTOR'S AND TCI'S JOINT PLAN  
OF REORGANIZATION**

TO THE HONORABLE HARLIN D. HALE, U.S. BANKRUTPCY JUDGE:

COMES NOW, First Bank ("Bank"), a creditor and claimant in the above Chapter 11 bankruptcy case, files this objection to the confirmation of the Chapter 11 Joint Disclosure Statement and Chapter 11 Joint Plan proposed by Woodmont TCI Group VIII, L.P. ("Debtor") and Transcontinental Realty Investors ("TCI"), and for cause of action would respectfully show the Court as follows:

1. The Court has jurisdiction to consider confirmation of the Plan pursuant to 28 U.S.C. § 1334.

This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. Bank is a Missouri state bank doing business in Texas.
3. Debtor filed a petition pursuant to Chapter 11 of Title 11 on or about June 30, 2009.
4. Bank is a secured creditor of the above-referenced Debtor by virtue of a deed of trust lien

in the real property located more particularly described on **Exhibit A** attached hereto and made a part hereof ("Property").

5. Bank is owed in excess of \$630,660.00 with regard to the loan secured by the above referenced Property. Bank filed its Proof of Claim on October 26, 2009.

6. Debtor's proposed treatment of Bank is set forth at paragraph 4.02 of Debtor's Plan of Reorganization ("Plan") which was filed on September 30, 2009. The Plan proposes to provide Bank a secured claim in the amount of \$621,000.00 together with interest at the Plan Rate (as defined in the Plan).

7. Bank objects only to the amount of its claim which should be \$630,660.00.

WHEREFORE, PREMISES CONSIDERED, Bank prays for an order of this Court:

1. to amend Bank's Allowed Secured Claim to be in the amount of \$630,660.00; and,  
2. for such other and further relief, both general and specific, to which Bank may show itself justly entitled.

Respectfully submitted,

/s/ Sharon Jett  
Sharon C. Jett  
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**CERTIFICATE OF SERVICE**

I hereby certify that on the 26<sup>th</sup> day of October, 2009, a true and correct copy of the foregoing Objection to Debtor's Disclosure Statement and Debtor's and TCI's Joint Plan of Reorganization was served via the Court's ECF system and via first class mail, postage pre-paid, on the parties listed on the attached service list and the following parties:

Woodmont TCI Group VIII, LP  
1800 Valley View Lane  
Suite 300  
Dallas, TX 75234

John P. Lewis, Jr.  
Law Office of John P. Lewis, Jr.  
1412 Main St. Ste. 210  
Dallas, TX 75202

U.S. Trustee  
1100 Commerce Street  
Room 976  
Dallas, TX 75242-1496

/s/ Sharon Jett  
Sharon Jett

EXHIBIT A

Lot 1, Block A, Addison Road - Keller Springs Road Addition, an Addition to the Town of Addison, Dallas County, Texas, according to the map or plat thereof recorded in Volume 2004075, Page 174, of the Map Records of Dallas County, Texas.

UNITED STATES BANKRUPTCY COURT		Northern District of Texas	PROOF OF CLAIM
Name of Debtor: <b>WOODMONT TCI GROUP VIII, L.P.</b>		Case Number <b>09-34046-HDH-11</b>	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (the person or other entity to whom the debtor owes money or property). <b>FIRST BANK</b>		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.	
Name and address where notices should be sent:  Attn: Eileen Spratt 11901 Olive Street, St. Louis, Missouri 63141-6736		Court Claim Number: _____ (If known)	
Telephone number (314) 995-8757		Filed on: _____	
Name and address where payment should be sent (if different from above)		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars	
Telephone number:		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.	
<b>1. Amount of Claim as of Date Case Filed:</b> \$ <u>630,660.00</u>		<b>5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a).</b> If any portion of your claim falls in one of the following categories, check the box and state the amount.	
If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4			
If all or part of your claim is entitled to priority, complete item 5.			
<input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges			
<b>2. Basis for Claim:</b> <u>Money Loaned</u> (See instruction #2 on reverse side.)		Specify the priority of the claim	
<b>3. Last four digits of any number by which creditor identifies debtor:</b> <u>4727</u>		<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B)	
<b>3a. Debtor may have scheduled account as:</b> _____ (See instruction #3a on reverse side.)		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. §507 (a)(4)	
<b>4. Secured Claim</b> (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information		<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. §507 (a)(5)	
Nature of property or right of setoff: <input checked="" type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe:		<input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. §507 (a)(7)	
Value of Property: \$ <u>1,000,000.00</u> Annual Interest Rate <u>5%</u>		<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. §507 (a)(8)	
Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ <u>630,660.00</u> Basis for perfection: <u>Matured Loan</u>			
Amount of Secured Claim: \$ <u>630,660.00</u> Amount Unsecured: \$ <u>0.00</u>		<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. §507 (a)(____)	
<b>6. Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim			
<b>7. Documents:</b> Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)			
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING			
If the documents are not available, please explain:			
Date: <u>10/26/2009</u>	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.		FOR COURT USE ONLY
Sharon Jett, Attorney for First Bank			

F3=Exit F9=Fee detail F12=Cancel